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Counsel to the Appellant

U.S. DISTRICT COURT FILED
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S.D. OF N.Y.

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

In re: LYONDELL CHEMICAL COMPANY, et al., Debtors.	Chapter 11 Case No. 09-10023 (REG) Jointly Administered
MILLENNIUM HOLDINGS LLC, Appellant, -against- AKZO NOBEL PAINTS, LLC, Appellee.	Case No. 1:11-cv-00163 (MGC)

MOTION TO ADMIT COUNSEL *PRO HAC VICE*

PURSUANT TO RULE 1.3(c) of the Local Rules of the United States District Courts for the Southern and Eastern Districts of New York, I, Christopher R. Mirick, a member in good standing of the Bar of the State of New York, an attorney admitted to practice before the United States District Court for the Southern District of New York and a member of the law firm of Cadwalader Wickersham & Taft LLP ("CWT"), hereby moves this Court to enter an order permitting William J. Kayatta to practice *pro hac vice* before the United States District Court for the Southern District of New York in the above captioned cases. In support thereof, I respectfully represent as follows:

Mr. Kayatta is Partner at Pierce Atwood LLP, in Portland, Maine, a member in good standing of the Bar of the State of Maine.

Mr. Kayatta agrees to pay the fee of $25.00 upon the filing of this motion for an order admitting him to practice *pro hac vice* in this appeal from the Debtors' chapter 11 cases. Mr. Kayatta's address is: Pierce Atwood LLP, One Monument Square, Portland, ME 04101. Mr. Kayatta's e-mail address is wkayatta@pierceatwood.com and his telephone number is (207) 791-1238. There is no pending disciplinary proceeding against Mr. Kayatta in any State or Federal Court.

Dated: New York, New York
January 26, 2011

Respectfully Submitted,

Christopher R. Mirick, Esq.
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Counsel to the Appellant

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

In re: LYONDELL CHEMICAL COMPANY, et al., Debtors.	Chapter 11 Case No. 09-10023 (REG) Jointly Administered
MILLENNIUM HOLDINGS LLC, Appellant, -against- AKZO NOBEL PAINTS, LLC, Appellee.	Case No. 1:11-cv-00163 (MGC)

DECLARATION OF CHRISTOPHER R. MIRICK IN SUPPORT OF MOTION TO ADMIT COUNSEL *PRO HAC VICE*

Pursuant to 28 U.S.C. § 1746, Christopher R. Mirick hereby declares as follows:

Christopher R. Mirick, being duly sworn, hereby deposes and says as follows:

1. I am a Partner at Cadwalader, Wickersham & Taft LLP, counsel for Appellant, Millennium Holdings, LLC, in the above captioned action. I am familiar with the proceedings in this case. I make this statement based on my personal knowledge of the facts set forth herein and

in support of Appellant's motion to admit William J. Kayatta as counsel *pro hac vice* to represent Appellant in this matter.

2. I am a member in good standing of the bar of the State of New York, and was admitted to practice law in 2008. I am also admitted to the bar of the United States District Court for the Southern District of New York, and am in good standing with this Court.

3. I have known Mr. Kayatta since 2010.

4. Mr. Kayatta is a Partner at Pierce Atwood LLP, in Portland, Maine.

5. I have found Mr. Kayatta to be a skilled attorney and a person of integrity. He is experienced in Federal practice and is familiar with the Federal Rules of Procedure.

6. Accordingly, I am pleased to move the admission of Mr. Kayatta, *pro hac vice*.

7. I respectfully submit a proposed order granting the admission of Mr. Kayatta, *pro hac vice*, which is attached hereto as Exhibit A.

WHEREFORE it is respectfully requested that the motion to admit William J. Kayatta, *pro hac vice*, to represent Appellant in the above captioned matter, be granted.

Dated: New York, New York
January 26, 2011

Respectfully Submitted,

[signature]

Christopher R. Mirick, Esq.

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Established by the Maine Supreme Judicial Court

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CERTIFICATE OF GOOD STANDING

William J. Kayatta, Jr., Esq.

This is to certify that according to the registration records of Maine's Board of Overseers of the Bar, William J. Kayatta, Jr., of Portland, State of Maine, Bar # 002203 was admitted to the Maine Bar on April 4, 1980 and is presently registered and in good standing with the Board of Overseers of the Bar as an active practitioner.

Dated at Augusta, County of Kennebec, State of Maine on January 21, 2011.

Brian Murphy, Board Clerk

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

In re: LYONDELL CHEMICAL COMPANY, et al., Debtors.	Chapter 11 Case No. 09-10023 (REG) Jointly Administered
MILLENNIUM HOLDINGS LLC, Appellant, -against- AKZO NOBEL PAINTS, LLC, Appellee.	Case No. 1:11-cv-00163 (MGC)

Please take notice that upon the motion of Christopher R. Mirick and said sponsor attorney's declaration in support,

IT IS HEREBY ORDERED that William J. Kayatta, Esq. of Pierce Atwood LLP, One Monument Square, Portland, ME 04101 (Telephone number: (207) 791-1238, e-mail address: wkayatta@pierceatwood.com) is admitted *pro hac vice* as counsel for the Appellant in the above-captioned case pending in the United States District Court for the Southern District of New York. All Attorneys appearing before this Court are subject to the Local Rules of this Court, including the Rules governing discipline of attorneys. If this action is assigned to the Electronic Case Filing (ECF) system, counsel shall immediately apply for an ECF password at nysd.uscourts.com.

Dated: New York, New York
January ___, 2011

____
UNITED STATES DISTRICT JUDGE

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

In re: LYONDELL CHEMICAL COMPANY, et al., Debtors.	Chapter 11 Case No.: 09-10023 (REG) Jointly Administered
MILLENNIUM HOLDINGS LLC, Appellant, -against- AKZO NOBEL PAINTS, LLC, Appellee.	Case No. 11-CV-00163 (MGC) **AFFIDAVIT OF SERVICE**

STATE OF NEW YORK:
: SS
COUNTY OF NEW YORK:

Roddie Don Daniels, being duly sworn, deposes and says:

1. I am not a party to this action, am over 18 years of age and am employed by Cadwalader, Wickersham & Taft LLP, One World Financial Center, New York, NY 10281.

2. On the 26th day of January, 2011, I served a true and correct copy of the

- Motion For Admission Pro Hac Vice

by depositing a true copy thereof enclosed in an official depository under the exclusive care and custody of the US Postal service, via first class mail, addressed to the following:

Michael E. Wiles, Esq.
Debevoise & Plimpton LLP
919 Third Avenue
New York, NY 10022

[signature]
Roddie Don Daniels

Sworn to before me on this
26th day of January 2011

[signature]
OWENS BIDGES JR
Notary Public, State of New York
No. 24-4[illegible]2070
Qualified in Kings County
Certificate Filed in New York County
Commission Expires February 18, 2014